

General information about company

Scrip code	533163
NSE Symbol	ARSSINFRA
MSEI Symbol	NOTLISTED
ISIN	INE267I01010
Name of the entity	ARSS INFRASTRUCTURE PROJECTS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Textual Information(1)

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Subash Agarwal	AATPA3716A	00218066	Executive Director	Chairperson		01-01-1965
2	Mr	Rajesh Agarwal	ACEPA5209R	00217823	Executive Director	Not Applicable	MD	13-07-1974
3	Mr	Rajender Prashad Indoria	AAAPI3945M	06600912	Non-Executive - Independent Director	Not Applicable		17-08-1954
4	Mr	Pareswar Panda	AAPPP5183N	07902468	Non-Executive - Independent Director	Not Applicable		03-04-1957

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		05-11-2007	05-11-2007			1	0	0	0			
2	NA		17-05-2000	17-05-2000			1	0	0	0			
3	NA		22-01-2021	22-01-2021	01-04-2024	36	1	1	2	0	Others		
4	NA		09-08-2017	09-08-2017		84	1	1	2	0			

Text Block

Textual Information(1)

The Corporate Insolvency Resolution Process (CIRP) has been initiated against ARSS Infrastructure Projects Limited. As per the Section 17 of the IBC Code, 2016 the board has been suspended and Shri Uday Narayan Mitra (Reg No. IBBI/IPA001/IP-P00793/2017q8/11360) has been appointed as the Resolution Professional (IRP) via order number nil dated 30.11.2021.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)	<p>Please be informed that pursuant to orders dated November 30, 2021 of the National Company Law Tribunal, Cuttack Bench ("NCLT"), (Under CP (IB) No. 34/CB/2021), the corporate insolvency resolution process ("CIRP") has been initiated against ARSS Infrastructure Projects Limited. As per the section 17 of IBC Code, 2016 the board has been suspended and Shri Uday Narayan Mitra (Reg. No. IBBI/PA001/IP-P00793/2017q8/11360) has been appointed as the Resolution Professional (IRP) via orders number nil dated 30.11.2021.</p> <p>As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.</p>
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Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07902468	Pareswar Panda	Non-Executive - Independent Director	Member	31-03-2021		
2	06600912	Rajender Prashad Indoria	Non-Executive - Independent Director	Member	23-07-2021	01-04-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. R. P. Indoria has been resigned from the Board which has been duly accepted by the COC w.e.f. 01.04.2024

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07902468	Pareswar Panda	Non-Executive - Independent Director	Member	31-03-2021		
2	06600912	Rajender Prashad Indoria	Non-Executive - Independent Director	Member	23-07-2021	01-04-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. R. P. Indoria has been resigned from the Board which has been duly accepted by the COC w.e.f. 01.04.2024

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07902468	Pareswar Panda	Non-Executive - Independent Director	Member	31-03-2021		
2	06600912	Rajender Prashad Indoria	Non-Executive - Independent Director	Member	23-07-2021	01-04-2024	Textual Information(1)

Sr Text Block

Textual Information(1)

Mr. R. P. Indoria has been resigned from the Board which has been duly accepted by the COC w.e.f. 01.04.2024

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00217823	Rajesh Agarwal	Executive Director	Chairperson	17-05-2000		
2	07902468	Pareswar Panda	Non-Executive - Independent Director	Member	09-08-2017		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1	
Annexure 1	
III. Meeting of Board of Directors	
Disclosure of notes on meeting of board of directors explanatory	Textual Information(1)

Text Block

Textual Information(1)

Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, no meeting of the board has been conducted during the quarter however the Power of the Board are vested with Mr. Uday Narayan Mitra , Resolution Professional (RP) and he is executing his duty including approval of annual/ quarterly financial results.

Annexure 1	
IV. Meeting of Committees	
Disclosure of notes on meeting of committees explanatory	Textual Information(1)

Text Block

Textual Information(1)

Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review.

As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block

Textual Information(1)	<p>Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review.</p> <p>As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.</p> <p>Since the Board and Audit committee has been suspended and the power of the same is vested with the resolution professional, he is looking in to the matter for any related party transaction during the quarter under review.</p>
Textual Information(2)	<p>Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review.</p> <p>As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.</p> <p>Since the Board and Audit committee has been suspended and the power of the same is vested with the resolution professional, he is looking in to the matter for any related party transaction during the quarter under review and the limit of the Material Related Party Transaction has been approved by the Shareholders in their meeting held on 27.09.2022 for five year.</p>

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	No
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	No
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	PRAKASH CHHAJER
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, the board has been suspended therefore the composition of the board and committee thereof has not been constituted as per SEBI LODR Regulation. however As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.

Also further note that since the board has been suspended the question of meeting of the board and committee thereof does not arises.

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	PRAKASH CHHAJER
Designation of person	Company Secretary and Compliance Officer
Place	BHUBANESWAR
Date	13-07-2024

